

IN THE UNITED STATES DISTRICT COURT
FOR THE NORTHERN DISTRICT OF ILLINOIS
EASTERN DIVISION

ANYWHERE, ANYTIME FITNESS)	
SYSTEMS, LLC,)	
)	Case No. 08cv1043
Plaintiff,)	
)	District Judge Holderman
vs.)	
)	Magistrate Judge Brown
AFP INTERNATIONAL, LLC d/b/a)	
ADVANTAGE FITNESS PRODUCTS,)	
)	
Defendant.)	
)	

OFFER OF JUDGMENT

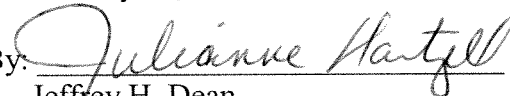
Pursuant to Fed.R.Civ. P. 68, Defendant AFP International, LLC ("AFP"), offers to allow judgment to be entered against it in this case on the following terms:

- 1) AFP shall pay to the plaintiff the sum of seventy-five hundred dollars (\$7500.00) to satisfy Plaintiff's demand for damages, fees, and costs.
- 2) The court shall enter an order enjoining AFP from selling a Personal Fitness Studio product that is marked with or advertised using the mark "travelTRAINER" or "travelTRAINER."

If this Offer on behalf of AFP is not accepted within ten days in accordance with Rule 68, then, upon entry of judgment more favorable to AFP than the terms set forth in this Offer, AFP

will seek recovery of all attorneys fees and costs it has expended in defending this case from this time forward.

Dated: May 19, 2008

By: 

Jeffrey H. Dean

Julianne M. Hartzell

Gregory J. Chinlund

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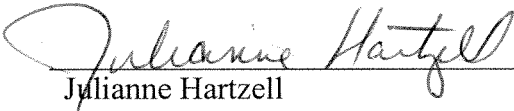
Counsel for Defendant

AFP INTERNATIONAL, LLC

CERTIFICATE OF SERVICE

I, Julianne Hartzell, one of the attorneys for defendant AFP International, LLC, hereby certify that on this 19th day of May, 2008, I caused a copy of the foregoing OFFER OF JUDGMENT to be delivered via email and U.S. mail on

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Julianne Hartzell